

Newport Roger K  
Form 4  
January 25, 2019

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

**OMB APPROVAL**

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Newport Roger K

2. Issuer Name **and** Ticker or Trading  
Symbol  
AK STEEL HOLDING CORP  
[AKS]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
9227 CENTRE POINTE DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/22/2018

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chief Executive Officer

WEST CHESTER, OH 45069

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/22/2018		G	V Amount (A) or (D) Price 6,600 D \$ 0	454,697.259	D	
Common Stock	01/23/2019		A	43,601 (1) A \$ 0	498,298.259	D	
Common Stock	01/23/2019		M	49,144 (2) A \$ 0	547,442.259	D	
Common Stock	01/23/2019		F	25,830 D \$ 2.655	521,612.259	D	
Common Stock	01/23/2019		A	242,250 A \$ 0	763,862.259	D	

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Common Stock      01/23/2019      F      69,893      D      \$ 2.655      693,969.259      D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
Performance Shares	(2)	01/23/2019		M	73,900	12/31/2018	Common Stock
Employee Stock Option (Right to Buy)	\$ 2.655	01/23/2019		A	407,143	01/23/2020 <sup>(3)</sup>	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
Newport Roger K 9227 CENTRE POINTE DRIVE WEST CHESTER, OH 45069	X    Chief Executive Officer

## Signatures

/s/ Roger K.  
Newport      01/25/2019

\_\_\_\_\_  
Signature of Reporting Person      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This represents Common Stock which was earned pursuant to a January 20, 2016 grant of Performance Shares. The Common Stock was issued at a conversion rate of 0.590 shares of Common Stock for each Performance Share awarded.
- (2)

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This represents Common Stock which was earned pursuant to a January 20, 2016 grant of Performance Shares. The Common Stock was issued at a conversion rate of 0.665 shares of Common Stock for each Performance Share awarded.

(3) Options vest in three equal annual installments beginning one year after grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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